

RESOLUTION NO. 10-22

RESOLUTION OF THE CALIFORNIA INFRASTRUCTURE AND ECONOMIC DEVELOPMENT BANK APPOINTING FINANCIAL ADVISORS AND AUTHORIZING CONTRACTS AND ENGAGEMENT LETTERS THEREWITH

WHEREAS, the California Infrastructure and Economic Development Bank ("I-Bank") is formed within state government for the purpose of administering the provisions of the Bergeson-Peace Infrastructure and Economic Development Bank Act (California Government Code Section 63000 et seq.; the "Act");

WHEREAS, the Act authorizes the I-Bank to issue revenue bonds for its purposes, including to provide funds for the payment of costs of economic development facilities and public development facilities, to issue a variety of bonds for the benefit of the State of California and its departments and agencies, to refund previous obligations of the I-Bank or a sponsor, and to provide funds for expenditures of the I-Bank incident to issuance of bonds or refunding bonds; and

WHEREAS, the Act authorizes the I-Bank to engage the services of financial consultants to render professional and technical assistance in carrying out the purposes of the Act;

WHEREAS, the Act authorizes that when such financial consultants provide services in connection with the issuance and sale of any bonds (as that term is defined in the Act), payment for such services may be made out of the proceeds of the sale of the bonds;

WHEREAS, the Act provides that Section 10295 and Sections 10035 to 10382, inclusive, of the Public Contract Code shall not apply to agreements entered into by the I-Bank in connection with the sale of bonds or notes;

WHEREAS, pursuant to that authorization, the I-Bank sent a Request for Qualifications ("RFQ") to each firm on the then-current Financial Advisor Pool list maintained by the State Treasurer's Office;

WHEREAS, twelve responses were received, and following a review by I-Bank staff the following five firms have been proposed to this board for appointment as financial advisors to the I-Bank:

- KNN Public Finance;
- Lamont Financial Services Corporation;
- Public Financial Management;
- Public Resources Advisory Group; and
- Sequoia Financial Group LLC.

NOW, THEREFORE, the Board of Directors of the California Infrastructure and Economic Development Bank does resolve as follows:

Section 1. KNN Public Finance, Lamont Financial Services Corporation, Public Financial Management, Public Resources Advisory Group, and Sequoia Financial Group LLC are hereby appointed to provide financial advisory services, including without limitation those related to the financial analysis and structuring of complex Infrastructure State Revolving Fund Program loans, post-issuance matters related to bonds issued by the I-Bank, and other debt and financial management matters and special projects related to bonds or loans issued by or proposed to be issued by the I-Bank, all of which services are hereby determined to be in connection with the sale of bonds or loans.

Section 2. This Board further authorizes a three-year contract expiring June 30, 2013, with each firm appointed in Section 1 of this resolution, each contract to be in an amount not to exceed \$25,000 and to provide for compensation at hourly rates not greater than as set forth in the Staff Report presented to the Board at this meeting.

Section 3. The Executive Director is further authorized, during the term of any contract authorized in Section 2, to select one or more of the firms under contract to provide bond issuance-related financial advisory services in connection with the issuance and sale of bonds other than pooled bonds and to enter into an engagement letter reflecting such selection, each such engagement letter to establish that services provided thereunder are to be compensated from bond proceeds upon successful issuance and sale of bonds.

Section 4. This resolution shall take effect from and after its adoption.


PASSED, APPROVED AND ADOPTED at a meeting of the California Infrastructure and Economic Development Bank on May 25, 2010, by the following vote:

AYES: BRYANT, LUJANO, BERTE, LEONARD, RICE

NOES: NONE

ABSENT: NONE

ABSTAIN: NONE



Stanton C. Hazelroth, Executive Director

ATTEST:



Roma Cristia-Plant, Secretary of the Board of Directors